

L99000001858

National Association
of Tax Practitioners



Jumping Jax Tax Inc.

8551 W. Sunrise Blvd., #102

Plantation, FL 33322-4007

954-424-0225 Fax 954-424-8003

taxman@jumpingjastax.com

MEMBER

Visit us on the web at <http://www.jumpinjastax.com>

March 24, 1999

Florida Department of State

Divisions of Corporations

P.O.B. 6327

Tallahassee, FL 32314

To Whom It May Concern::

I've enclosed the original and a copy of the Articles for Organization for this limited liability company.
I've also enclosed a \$337.50 check payable to the Florida Department of State for filing fees.

Sincerely,

Jack Malerba, EA
For Jumping Jax Tax, Inc.,
Organizer

Jack Malerba GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles 4 + 8
DATE 4/2/99
DOC. EXAM [Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 29 AM 10:25

Name
Availability
Document Examiner
Updater
Updater Verifier
Acknowledgement
v. P. Verifier

100002822561--2
-03/29/99--01142--006
****337.50 ****337.50

JUMPING JAX TAX, INC. 8551 W. SUNRISE BLVD. #102 FT. LAUDERDALE, FL 33322		0820
Pay to the order of <u>Florida Dept. of State</u>		\$ <u>337.50</u>
<u>Three-hundred thirty-seven</u> / 100 dollars		
WASHINGTON MUTUAL BANK 300 EAST DANIA BEACH BOULEVARD DANIA, FL 33004 1-800-222-2242		
<u>For Bottom Up LLC</u>		
⑆ 267084131⑆ 831⑆ 491810⑆ 9⑆ 0820		

99 MAR 29 AM 10:25

**ARTICLES OF ORGANIZATION
FOR
BOTTOM UP ENTERTAINMENT, L.L.C.**
(A Florida Limited Liability Company)

Following Chapter 608 of the Florida Statutes, the undersigned does hereby submit these Articles of Organization for forming a Florida Limited Liability Company.

Article 1: Name and Principal Office

The name of the limited liability company is **BOTTOM UP ENTERTAINMENT, L.L.C.** The limited liability company's principal place of business and its mailing address are 8004 NW 154 ST., #135, MIAMI LAKES, FL 33016.

Article 2: Duration

The duration of the limited liability company is perpetual.

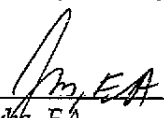
Article 3: Purpose

The limited liability company will engage in any activity or business permitted under the laws of the United States and the laws of Florida.

Article 4: Registered Agent and Registered Office

The name of the limited liability company's first registered agent is **Jumping Jax Tax, Inc.**, and its address is 8551 West Sunrise Blvd., Plantation, FL 33322-4007.

As registered agent, **Jumping Jax Tax, Inc.** accepts service of process for the above limited liability company at the place designated in these articles of organization. It accepts this appointment and agrees to act in this capacity. **Jumping Jax Tax, Inc.** further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. **Jumping Jax Tax, Inc.** is familiar with and accepts the obligations of the registered agent for this limited liability company.



Jack Malerba, EA
For **Jumping Jax Tax, Inc.**
Registered Agent,
Dated March 24, 1999

COPY

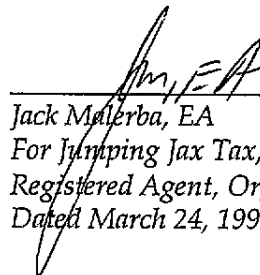
Article 5: Members and Contributions

The members of the limited liability company are Michael Monfries of 8004 NW 154 St., #135, Miami Lakes, FL 33016, and Clayton Brown of 8004 NW 154 St., #135, Miami Lakes, FL 33016.

Affidavit of Membership and Contributions:

- 1. Jumping Jax Tax, Inc. affirms the limited liability company has two members.***
- 2. Jumping Jax Tax, Inc. affirms Michael Monfries contributed \$250.00 in cash and no property.***
- 3. Jumping Jax Tax, Inc. affirms Clayton Brown contributed \$250.00 in cash and no property.***
- 4. Jumping Jax Tax, Inc. affirms the total cash and property contributed to the limited liability company is \$500.00 in cash. No further contributions are anticipated.***

Following section 608.408(3) of the Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Jack Malerba, EA

For Jumping Jax Tax, Inc.

Registered Agent, Organizer and Authorized Representative for the members,

Dated March 24, 1999

Article 6: Limited Liability Company Operating Agreement

The limited liability company operating agreement regulates the business affairs of this limited liability company.

Article 7: Transferability of Interests

Interest in the limited liability company may be transferred as described in the limited liability company operating agreement, the limited liability company regulations, or Florida Statutes .

Article 8: Management

The members will manage the limited liability company. The managing members are Michael Monfries and Clayton Brown. These managing members will serve until the first organizational meeting of the limited liability company, or until their successors are elected and qualified. The above listed Managing Members addresses shall be the same as the Principal.

Article 9: Member's Liability

A member of the limited liability company will not be held liable to the limited liability company or its members, managing members, or officers , for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

Article 10: Adding Members


The existing members have the right to admit additional members to the limited liability company upon such terms and conditions as agreed upon by the existing members and additional members. Any entity that becomes a member of the limited liability company will have all rights and obligations of a member under the limited liability company operating agreement.

Article 11: Members Rights to Continue the Business

If a member dies, retires, resigns, declares bankruptcy, dissolves, or otherwise terminates continued membership in the limited liability company, the remaining members will continue the limited liability company based upon the contributions to the limited liability company as noted in Article 5 of the Articles of Organization, including amendments to Article 5 of the Articles of Organization.

Article 12: Name and Address of the Organizer

Jumping Jax Tax, Inc., of 8551 West Sunrise Blvd., #102, Plantation, FL 33322-4007, is the organizer for the limited liability company.



Jack Malerba, EA,
For Jumping Jax Tax, Inc.,
Organizer,
Dated March 24, 1999